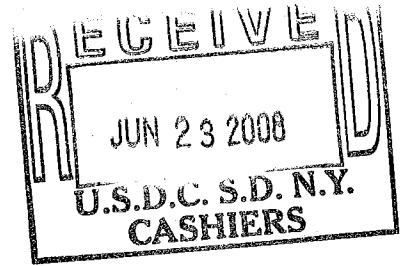


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Attorneys for Plaintiff

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

JUDGE SCHEINDLIN

PROFESSIONAL OFFSHORE OPPORTUNITY  
FUND, LTD., a company registered under the laws  
of the British Virgin Islands,

Plaintiff,

-against-

AMEREX GROUP, INC., a Delaware corporation,

Defendant.

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x

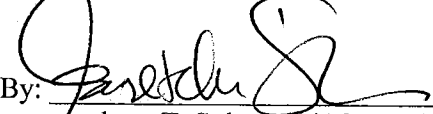
08 CV 5643

RULE 7.1 STATMENT

Pursuant to Rule 7.1 of the Federal Rules of Civil Procedure, the undersigned counsel for Plaintiff, Professional Offshore Opportunities Fund, Ltd., a British Virgin Island company, states that it has no corporate parent and that no publicly held corporation owns ten percent or more of its stock.

Dated: New York, NY  
June 20, 2008

SULLIVAN & WORCESTER LLP

By: 

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